### FORM D

SEC Mall Processing Section

JUL 24 2008

Washington, DC

# UNITED STATES SECURITIES AND EXCHANGE COMMISSION Washington, D.C. 20549

FORM D 401542

# NOTICE OF SALE OF SECURITIES PURSUANT TO REGULATION D, SECTION 4(6), AND/OR UNIFORM LIMITED OFFERING EXEMPTION

SEC USE ONLY							
Prefix Serial							
DAT	E RECE	IVED					

Name of Offering ( check if this is an amendment and name has changed, and indicate change.)	
Intelligent Medical Objects, Inc. – Winter 2007 Rights Offering	Section 4(6)
Timing content (content cont(co) mat appro).	Section 4(6)
Type of Filing: New Filing  Amendment	JUL 2 82008
A. BASIC IDENTIFICATION DATA	7 302 2 3 3
1. Enter the information requested about the issuer	THOMSON REVIEWS
Name of Issuer ( check if this is an amendment and name has changed, and indicate change.)	-ILIOI11001
Intelligent Medical Objects, Inc.	
Address of Executive Offices (Number and Street, City, State, Zip Code)	Telephone Number (Including Area Code)
60 Revere Drive, Suite 475, Northbrook, IL 60062	(847) 272-1242
Address of Principal Business Offices (Number and Street, City, State, Zip Code)	Telephone
-(if different from Executive Offices)	FIRST PROFILED PARK BRIDE BIRD STATE THE
Brief Description of Business	
Research, develop, consult, and provide medical software and informatics tools to health care pro	
Type of Dusiness Oppositestion	
Type of Business Organization  ☐ corporation ☐ limited partnership, already formed ☐ other	(please specify):
business trust limited partnership, already formed	(picase specify).
Month Year	
Actual or Estimated Date of Incorporation or Organization: 1 2 9 4	Actual Estimated
Jurisdiction of Incorporation or Organization: (Enter two-letter U.S. Postal Service abbreviation for St	ate:
	I L

#### **GENERAL INSTRUCTIONS**

#### Federal:

Who Must File: All issuers making an offering of securities in reliance on an exemption under Regulation D or Section 4(6), 17 CFR 230.501 et seq. or 15 U.S.C. 77d(6).

When to File: A notice must be filed no later than 15 days after the first sale of securities in the offering. A notice is deemed filed with the U.S. Securities and Exchange Commission (SEC) on the earlier of the date it is received by the SEC at the address given below or, if received at that address after the date on which it is due, on the date it was mailed by United States registered or certified mail to that address.

Where to File: U.S. Securities and Exchange Commission, 450 Fifth Street, N.W., Washington, D.C. 20549.

Copies Required: Five (5) copies of this notice must be filed with the SEC, one of which must be manually signed. Any copies not manually signed must be photocopies of manually signed copy or bear typed or printed signatures.

Information Required: A new filing must contain all information requested. Amendments need only report the name of the issuer and offering, any changes thereto, the information requested in Part C, and any material changes from the information previously supplied in Parts A and B. Part E and the Appendix need not be filed with the SEC.

Filing Fee: There is no federal filing fee.

#### State:

This notice shall be used to indicate reliance on the Uniform Limited Offering Exemption (ULOE) for sales of securities in those states that have adopted ULOE and that have adopted this form. Issuers relying on ULOE must file a separate notice with the Securities Administrator in each state where sales are to be, or have been made. If a state requires the payment of a fee as a precondition to the claim for the exemption, a fee in the proper amount shall accompany this form. This notice shall be filed in the appropriate states in accordance with state law. The Appendix in the notice constitutes a part of this notice and must be completed.

#### ATTENTION

Failure to file notice in the appropriate states will not result in a loss of the federal exemption. Conversely, failure to file the appropriate federal notice will not result in a loss of an available state exemption unless such exemption is predicated on the filing of a federal notice.

SEC 1972 (6-02)

Persons who respond to the collection of information contained in this form are not required to respond unless the form displays a currently valid OMB control number:

A. BASIC IDENTIFICATION DATA
2. Enter the information requested for the following:
<ul> <li>Each promoter of the issuer, if the issuer has been organized within the past five years;</li> </ul>
• Each beneficial owner having the power to vote or dispose, or direct the vote or disposition of, 10% or more of a class of
equity securities of the issuer;
<ul> <li>Each executive officer and director of corporate issuers and of corporate general and managing partners of partnership</li> </ul>
issuers; and
Each general and managing partner of partnership issuers.
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Managing Partner
Full Name (Last name first, if individual)
Naeymi-Rad, Frank
Business or Residence Address (Number and Street, City, State, Zip Code)
60 Revere Drive, Suite 475, Northbrook, IL 60062
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Managing Partner
Full Name (Last name first, if individual)
Mary Ann Cobb Trust
Business or Residence Address (Number and Street, City, State, Zip Code)
P.O. Box 702, Stinson Beach, CA 94970
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Managing Partner
Full Name (Last name first, if individual)
William J. Wade and Ellen C. Wade Revocable Living Trust
Business or Residence Address (Number and Street, City, State, Zip Code)
120 East Astro Lane, Flagstaff, AZ 56001
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Managing Partner
Full Name (Last name first, if individual)
Donahue, Diane
Business or Residence Address (Number and Street, City, State, Zip Code)
60 Revere Drive, Suite 475, Northbrook, IL 60062
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Managing Partner
Full Name (Last name first, if individual)
Kanter, Andy
Business or Residence Address (Number and Street, City, State, Zip Code)
60 Revere Drive, Suite 475, Northbrook, IL 60062
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Managing Partner
Full Name (Last name first, if individual)
m
Business or Residence Address (Number and Street, City, State, Zip Code)
60 Revere Drive, Suite 475, Northbrook, IL 60062
Check Box(es) that Apply: Promoter Beneficial Owner Executive Officer Director General and/or
Managing Partner
Full Name (Last name first, if individual)
Meyers, Kim
Business or Residence Address (Number and Street, City, State, Zip Code)
60 Revere Drive, Suite 475, Northbrook, IL 60062
0777.70.510279.1

Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	□ Director	General and/or Managing Partner
Full Name (Last name first, if individual)			
Cobb, Martin			
Business or Residence Address (Number and Street, City, State, Zip	code)		
60 Revere Drive, Suite 475, Northbrook, IL 60062			
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	⊠ Director	☐ General and/or Managing Partner
Full Name (Last name first, if individual)			
Safran, Charles			
Business or Residence Address (Number and Street, City, State, Zip	o Code)		
60 Revere Drive, Suite 475, Northbrook, IL 60062			
Check Box(es) that Apply: Promoter Beneficial Owner	Executive Officer	Director	General and/or Managing Partner
Full Name (Last name first, if individual)			
Martin R. Cobb Trust			
Business or Residence Address (Number and Street, City, State, Zip	p Code)		
808 Bittersweet Drive, Northbrook, IL 60062			

				В. І	NFORMAT	TION ABO	UT OFFER	ING				
1. Has the	issuer solo	d, or does t	he issuer ir	itend to se	ll, to non-a	ccredited i	nvestors in	this offeri	ng?		Yes	No 🖂
[MT] [NE] [NV] [NH] [NJ] [NM] [NY] [NC] [ND] [OH] [OK] [OR] [RI] [SC] [SD] [TN] [TX] [UT] [VT] [VA] [WA] [WV] [WI] [WY]  Full Name (Last name first, if individual)  Business or Residence Address (Number and Street, City, State, Zip Code)  Name of Associated Broker or Dealer  (Check "All States" or check individual States) All States  [AL] [AK] [AZ] [AR] [CA] [CO] [CT] [DE] [DC] [FL] [GA] [HI]												
2. What is	the minim	num invest				-	-				\$ N	/A
3 Does th	e offering	nermit ioir	nt ownershi	n of a sino	de unit?	-						
											123	
commi offering with a	ssion or s g. If a pers state or sta	imilar rem on to be li ates, list th	nuneration sted is an a se name of	for solicit ssociated the broke	ation of p person or a r or dealer	ourchasers agent of a l . If more t	in connec proker or d han five (5	tion with lealer regis 5) persons	sales of s tered with to be listed	ecurities ir the SEC a	n the nd/or	
Full Nam	e (Last nar	ne first, if i	ndividual)					. "				
Business	or Reside	nce Addres	ss (Number	and Stree	t, City, Sta	te, Zip Cod	le)				,	
Name of	Associated	Broker or	Dealer	<del>-</del> ·								
States in	Which Per	son Listed	Has Solicit	ed or Inter	nds to Solid	it Purchas	ers					•
(Che	ck "All Stat	tes" or che	ck individua	ıl States) <u></u> ∐	] All State	s						
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]									[MO]
		• -										[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	(WI)	[WY]	[PR]
Full Nam	e (Last nar	ne first, if i	ndividual)					-				=
Business	or Reside	nce Addres	ss (Number	and Stree	t, City, Sta	te, Zip Coo	le)					
Name of	Associated	d Broker or	Dealer									
											•	
•				•								
												[ID]
												[MO]
												[PA]
		-	-	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]
ruli Nam	e (Last nar	ne urst, if i	naiviauai)									
<b>-</b> ·			78.1 1	1.04	4 00		1.3					

Business or Residence Address (Number and Street, City, State, Zip Code)

Name of Associated Broker or Dealer

States in Which Person Listed Has Solicited or Intends to Solicit Purchasers

	(Check "Al	I States" or	check indi	ividual Stat	es)	∐ All Sta	ates					
[AL]	[AK]	[AZ]	[AR]	[CA]	[CO]	[CT]	[DE]	[DC]	[FL]	[GA]	[HI]	[ID]
[IL]	[IN]	[IA]	[KS]	[KY]	[LA]	[ME]	[MD]	[MA]	[MI]	[MN]	[MS]	[MO]
[MT]	[NE]	[NV]	[NH]	[NJ]	[NM]	[NY]	[NC]	[ND]	[OH]	[OK]	[OR]	[PA]
[RI]	[SC]	[SD]	[TN]	[TX]	[UT]	[VT]	[VA]	[WA]	[WV]	[WI]	[WY]	[PR]

	(Use blank sheet, or copy and use additional copies of this sheet.  C. OFFERING PRICE, NUMBER OF INVESTORS, EXPENSES AND	et, a	s necessary.) SE OF PROC	EED	<b>S</b>
1.	Enter the aggregate offering price of securities included in this offering and the total amount already sold. Enter "0" if the answer is "none" or "zero". If the transaction is an exchange offering, check this box $\square$ and indicate in the columns below the amounts of the securities offered for exchange and already exchanged.		Aggregate		Amount Already
	Type of Security		Offering Price	;	Sold
	Debt	\$	<u></u>		\$
	Equity (Common Stock and Warrants)	\$			<b>\$</b>
	☑ Common ☐ Preferred				
	Convertible Securities (including warrants)Senior Convertible Notes and Warrants Partnership Interests Other () Total	\$ \$ \$	1,000,000.00	<u></u>	\$ 225,000.00 \$ \$ \$ \$ \$
	Answer also in Appendix, Column 3, if filing under ULOE.				
2.	Enter the number of accredited and non-accredited investors who have purchased securities in this offering and the aggregate dollar amounts of their purchases. For offerings under Rule 504, indicate the number of persons who have purchased securities and the aggregate dollar amount of their purchases on the total lines. Enter "0" if answer is				
	"none" or "zero".		Number of Investors		Aggregate Dollar Amount
	Accredited Investors		2		of Purchases \$ 225,000.00
	Non-accredited Investors Total (for filings under Rule 504 only)		0		\$ <u>0</u>
	Answer also in Appendix, Column 4, if filing under ULOE.				
3.	If this filing is for an offering under Rule 504 or 505, enter the information requested for all securities sold by the issuer, to date, in offerings of the types indicated, in the twelve (12) months prior to the first sale of securities in this offering. Classify securities by type listed in Part C – Question 1.				
	Type of Offering		Type of Security		Dollar Amount Sold
	Rule 505 Regulation A				\$ \$
	Rule 504 Total	_			\$
	100				· *
4.	a. Furnish a statement of all expenses in connection with the issuance and distribution of the securities in this offering. Exclude amounts relating solely to organization expenses of the insurer. The information may be given as subject to future contingencies. If the amount of an expenditure is not known, furnish an estimate and check the box to the left of the estimate.				
	Transfer Agent's Fees				\$
	Printing and Engraving Costs Legal Fees				\$ <u>10,000.00</u>
	Accounting Fees Administrative, Postage, Secretary Fees				\$ \$
	Sales Commissions (specify finders' fees separately)		•••••		\$
	Other Expenses (identify) State filing fees  Total			$\boxtimes$	\$ 100.00 \$ 10,100.00

C. OFFERING PRICE, NUM	IBER OF INVESTORS, EXPENSES AN	D US	SE OF PROC	EEDS	
<ul> <li>b. Enter the difference between the aggregate of Question 1 and total expenses furnished in respondifference is the "adjusted gross proceeds to the</li> </ul>	onse to Part C – Question 4.a. This			\$	989,900.00
<ol> <li>Indicate below the amount of the adjusted gross be used for each of the purposes shown. If the furnish an estimate and check the box to the left listed must equal the adjusted gross proceeds to — Question 4.b above.</li> </ol>	ne amount for any purpose is not known, tof the estimate. The total of the payments	•			
		Ì	Payments to		
			Officers,		
			Directors, &		Payments to
			Affiliates		Others
Salaries and fees		H	·	- ∺	\$\$
Purchase of real estate		ш	<b>Ф</b>	_ ⊔	Φ
Purchase, rental or leasing and installation of and equipment	machinery	Γ'1	•	Ш	\$
Construction or leasing of plant buildings and	facilities	H	š ——	ᅮᅢ	\$ \$
Acquisition of other businesses (including the	value of securities involved in this		<u> </u>		<u> </u>
offering that may be used in exchange for the					
issuer pursuant to a merger)			\$		\$
Repayment of indebtedness			\$		\$
Working capital			\$		\$ 989,900.00 \$
Other	Q		\$		\$
(specify):			_	_	
		. 뭐	\$ \$	片	\$
		Ш	<b>&gt;</b>	_ ⊔	<b>a</b>
Column Totals			\$	_ 🛛	\$ 989,900.00
Total Payments Listed (column totals added)	•		⊠ \$`_	989,9	00.00
	D. FEDERAL SIGNATURE	-	-		
The issuer has duly caused this notice to be s 505, the following signature constitutes an	igned by the undersigned duly authorize	ed pe	erson. If this r	otice i	s filed under <u>Rule</u> s and Exchange
Commission, upon written request of its staff,	the information-furnished by the issuer t	o an	v non-accred	ited in	vestor pursuant to
paragraph (b)(2) of Rule 502.	)	•	,		
paragraph (b)(2) or <u>state ooz</u> .					
Issuer (Print or Type)	Signature / /	7	Date		
Intelligent Medical Objects, Inc.	Hope de las	2	June <u>/ ¶</u> , 20	80	
Name of Signer (Print or Type)	Title of Signer (Print or Type)				
Frank Naeymi-Rad	President				

## 

benair by the undersigned duly authorize	a person.
Issuer (Print or Type) Intelligent Medical Objects, Inc.	Signature Date June 14, 2008
Name of Signer (Print or Type) Frank Naeymi-Rad	Title of Signer (Print or Type) President

The issuer has read this notification and knows the contents to be true and has duly caused this notice to be signed on its

#### Instruction:

Print the name and title of the signing representative under his signature for the state portion of this form. One copy of every notice on Form D must be manually signed. Any copies not manually signed must be photocopies of the manually signed copy or bear typed or printed signatures.

		APPENDIX
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1		2	3			4			5
								Disqual	ification
	_		Type of security					under Sta	
		l to sell	and aggregate		T f	·		(if yes,	attach ation of
		ccredited s in State			Type of investor and amount purchased in State				
		-Item 1)	(Part C-Item 1)		(Part	C-Item 2)		waiver (Part E-	Item 1)
			Convertible	Number of		Number of			
			Notes and	Accredited		Non-Accredited			
State	Yes	No	Warrants	Investors	Amount	Investors	Amount	Yes	No
AL									
AK									
AZ			,				:		
AR									
CA									
со									
СТ									
DE									
DC									
FL									
GA									
HI							•		
ID				.,					
IL			\$1,000,000.00	2	\$225,000.00	0	0		$\boxtimes$
IN				······································					
IA									
KS									
KY			·						
LA									
ME				*					
MD									
MA									
MI									
MN									
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NM									
NY	<u> </u>								

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l		2	3		5 Disqualification					
ĺ	İ									
	Ì		Type of security							
	I	d to sell	and aggregate					(if yes, attach		
		accredited	offering price			investor and		explana		
		rs in State	offered in state			chased in State		waiver granted)		
	(Part B	3-ltem 1)	(Part C-Item 1)		(Part (	C-Item 2)		(Part E-	Item 1)	
			Convertible	Number of		Number of				
]			Notes and	Accredited		Non-Accredited				
State	Yes	No	Warrants	Investors	Amount	Investors	Amount	Yes	No	
NC						· in the state of				
ND										
ОН										
OK										
OR				_	_					
PA										
RI										
SC						a de la companya de l				
SD										
TN										
TX										
UT										
VT										
VA										
WA										
WV										
WI										
WY										
PR										

